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**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:

BED BATH & BEYOND INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**DEBTORS' WITNESS AND EXHIBIT LIST FOR THE HEARING  
SET FOR JUNE 28, 2023, AT 10:00 A.M. (PREVAILING EASTERN TIME)**

**PLEASE TAKE NOTICE THAT** the above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby submit their witness and exhibit list

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

in connection with the hearing currently scheduled to begin on **June 28, 2023, at 10:00 a.m. (prevailing Eastern Time)** (the “Hearing”)<sup>2</sup> on the *Motion of the Ad Hoc Group, Pursuant to 11 U.S.C. § 105(a), Fed. R. Civ. P. 60(b), and Fed. R. Bankr. P. 4001(c) and 9024, for (A) an Order Vacating the Interim and Final Orders Authorizing the Debtors To, Among Other Things, Obtain Postpetition Financing, and (B) Other Related Relief* [Docket No. 982] (the “Reconsideration Motion”).

### **WITNESSES**

Subject to the Court’s approval, the Debtors intend to offer live testimony from the following witnesses:

1. **Holly Etlin, Chief Restructuring Officer, of Bed Bath & Beyond Inc.** Holly Etlin is the Debtors’ declarant. into evidence. The Debtors will ask the Court to admit the *Declaration of Holly Etlin in Support of the Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Docket No. 37] (the “Etlin DIP Declaration”) into evidence. Ms. Etlin will be available to address questions from the Court or any party in interest regarding the Declarations (defined below) or the factual bases for the relief the Debtors seek.
2. Any person called as a fact witness by another party.
3. Rebuttal witnesses as necessary.

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the *Debtors’ Objection to the Motion of the Ad Hoc Group, Pursuant to 11 U.S.C. § 105(a), Fed. R. Civ. P. 60(a), and Fed. R. Bankr. P. 4001(c) and 9024, for (A) an Order Vacating the Interim and Final Orders Authorizing the Debtors To, Among Other Things, Obtain Postpetition Financing, and (B) Other Related Relief* [Docket No. 1081] (the “Debtors’ Objection”), as applicable.

**EXHIBITS**

The Debtors may offer the following exhibits at the Hearing:

<b>Ex. No.</b>	<b>Document</b>	<b>Marked</b>	<b>Admitted</b>	<b>Objs.</b>
1.	Declaration of Holly Etlin, Chief Restructuring Officer of Bed Bath & Beyond Inc., in Support of the Debtors' Chapter 11 Petitions and First Day Motions [Docket No. 10]			
2.	Declaration of David Kurtz in Support of the Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief [Docket No. 36]			
3.	Declaration of Holly Etlin in Support of the Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief [Docket No. 37]			
4.	Interim Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief [Docket No. 76]			

Ex. No.	Document	Marked	Admitted	Objs.
5.	DIP Credit Agreement [Docket No. 41]			
6.	Approved Budget [Docket No. 41-1]			
7.	Final DIP Credit Agreement [Docket No. 716]			
8.	Final Approved DIP Budget [Docket No. 716]			
9.	Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing And (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, and (V) Granting Related Relief [Docket No. 729]			
10.	Side by Side Budget Comparison			
11.	Sales Reports by Day through 4/24 period			
12.	Budget Variance Chart			

**PLEASE TAKE FURTHER NOTICE THAT** the Debtors reserve the right to amend, supplement, and modify the Witness List and Exhibit List and introduce into evidence (i) any exhibits listed by other parties, (ii) any documents for the purposes of rebuttal or impeachments, or (iii) any pleadings or other court filings. The Debtors further reserve the right to call any witness identified by any other party or for the purposes of rebuttal.

Dated: June 28, 2023

*/s/ Michael D. Sirota*

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